

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS

WEDNESDAY, JULY 21, 2010, AT 4:00 PM

IN THE MARY BRENNAN BOARD ROOM

T. F. GREEN AIRPORT

2000 POST ROAD, WARWICK, RHODE ISLAND

The meeting of the Rhode Island Airport Corporation (i§Corporationi”) Board of Directors was called to order by Chair, Kathleen C. Hittner, M.D., at 4:15 p.m., in the Mary Brennan Board Room at 2000 Post Road, Warwick, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.

BOARD MEMBERS PRESENT: Kathleen C. Hittner, M.D; Joseph Cianciolo; Robert D. Sangster; Joseph Larisa.

BOARD MEMBERS ABSENT: Russell Hahn; Michael Traficante.

ALSO PRESENT: Kevin A. Dillon, A.A.E., President and CEO; and those members listed on the attendance sheet attached hereto.

1. Approval of the Minutes:

A motion was made by Mr. Cianciolo and seconded by Mr. Sangster to approve the minutes of the Board Meeting of June 16, 2010. The

motion was passed unanimously.

2. Open Forum:

Dr. Hittner asked if anyone present wanted to speak in Open Forum.

Mr. Richard Langseth, representing the Greenwich Bay Watershed Group, addressed what he considered were several airport issues; notably the status of the Corporation's lease agreement with the airlines, and what he considered the Corporation's overuse of the Executive Session specifically as it relates to the use of the term "Investment of Public Funds".

3. Report from President and CEO:

Mr. Dillon reported that he had signed the following grants:

fae SFZ Obstruction Lighting and Fencing - This grant offer is for reimbursement for obstruction lighting and fencing work completed as part of an obstruction removal project in 2008/2009. The total of FAA funds offered is \$499,859.

fae RIA iV Compatibility Land Use Study (UUU/OQU/SFZ) & Update RI System Plan - This grant offer is to prepare a Compatibility Land Use Study for UUU/OQU/SFZ Airports and to update portions of the RI System Plan that are outdated. The total of FAA funds offered is

\$191,245.

Mr. Dillon reported that in June passenger traffic fell by 8.97% on 1.5% less total capacity. However, the year to date reduction lowered from 13.94% to 13.06%. Mr. Dillon noted that he is continuing to meet with the airlines that currently serve T. F. Green, and new airlines that have expressed an interest in serving T. F. Green, in the hopes of securing new service.

Mr. Dillon reported that he is scheduled to speak to the Greater Providence Chamber of Commerce's Transportation Committee on the EIS and InterLink on July 27, 2010. He noted that the Chamber had also asked if they could hold a press event at the airport on August 17, 2010, in advance of the public hearing on the Draft EIS, to show support for the EIS project. There was brief discussion about special interest groups using airport facilities as a venue for press events.

Mr. Dillon reported that there is a full scale emergency drill planned for September 18, 2010. Volunteers will arrive between 7:00 a.m., and 8:00 a.m., and the drill itself will take place between 9:00 a.m. - 1:30 p.m.

Mr. Dillon reported that he and Dr. Hittner had met with FAA's Acting Associate Administrator for Airports, Ms. Catherine Lang, and FAA's Manager of the New England Airports Division, Ms. LaVerne Reid, on

Friday, July 16, 2010. The discussion had focused on the EIS and other airport projects.

Mr. Dillon reported that along with Mr. Schattle, he had met with Fitch Rating Agency on Monday, July 19, 2010, to discuss airport finances.

Mr. Dillon gave an update on the EIS noting that the draft was published and distributed on July 9, 2010. It was published in the Federal Register on July 16, 2010. Mr. Dillon noted that the Public Hearing on the Draft EIS is scheduled for August 17, 2010, at 6:00 p.m., at CCRI. It was noted that the public comment period runs through August 30, 2010. The Final EIS is scheduled to be released by the end of the year.

Mr. Dillon reported that a Public Workshop on the Noise Exposure Map Update was held on June 22, 2010 at the Radisson Hotel in Warwick. Comments have been collected and incorporated and the document should be published by early August 2010.

Mr. Dillon gave an update on the InterLink project reporting that the rental car companies started the fit-out of their space on July 19, 2010, and are due to relocate to the new facility on September 22, 2010. Rental car operations will start in the new facility on September 23, 2010. RIAC will have additional signage and information available to ease passenger/customer transition. Rail service is still slated to start in late October. Mr. Dillon noted that there was an article in USA

Today which reported on the importance of rail connectivity.

Mr. Dillon gave an overview of the recent security breach at the airport, noting that the incident is still under investigation.

Mr. Dillon extended congratulations to Mr. Brian Schattle who was recently selected as a recipient of a Forty Under 40 Award from the Providence Business News.

Dr. Hittner signed the following items:

PVD Elevated Roadways (Commonwealth Engineers)

This Change Order in the amount of \$64,578 is to provide construction phase services for the Elevated Roadways Project. This Task is being funded through Airport Revenue Bonds and is within the project budget.

PVD Intermodal (Jacobs Engineering)

Change Order No. 4 in the amount of \$62,118.24 is for the additional geotechnical monitoring services that were required due to an increased extended work schedule. This Change Order is within the approved budget amount for this project.

Gilbane Building Company jV Intermodal Facility

Three original Construction Change Directive (CCD) No. 5832 in the amount of \$140,275 to repair damage caused by an overweight

vehicle traveling through the garage. Costs associated with this CCD will be through the Builder's Risk Insurance Policy with the deductible costs paid by the Contractor.

4. Action Items:

The order of the agenda items was reversed:

(a) Consideration of and Action Upon Resolution Honoring James C. Forte for his Services on the RIAC Board.

Dr. Hittner read the resolution honoring Mr. Forte who had recently resigned from the Board.

A motion was made by Mr. Cianciolo and seconded by Mr. Larisa to approve the following resolution:

WHEREAS, James "Jim" Forte has confirmed the belief that one has the obligation to accept the challenges and responsibilities of public service; and

WHEREAS, in 1997, Governor Lincoln Almond appointed Jim Forte as a member of the Board of Directors of the Rhode Island Airport Corporation; and

WHEREAS, Jim Forte's tenure as a Board Member is the longest

**since the Rhode Island Airport Corporation was established in 1992;
and**

WHEREAS, as Vice Chair of the Board, Jim Forte has played a major role in helping the Board articulate its principal goals to continue the growth and success achieved at T. F. Green Airport since the terminal opening in 1996, and to ensure that the Corporation is managed and operated with professionalism and efficiency; and

WHEREAS, Jim Forte, as Chair of the Operations and Capital Committee, devoted countless hours to long range development plans and infrastructure improvements at T. F. Green Airport and the General Aviation Airports, and garnered the support of the Rhode Island Pilots Association and other aviation groups; and

WHEREAS, Jim Forte has taken a passionate interest in important community projects, notably the Part 150 Noise Compatibility Study, the Master Plan Update/EIS, the EDS project and the intermodal project, and has been sensitive to the relationship between the Rhode Island Airport Corporation and the City of Warwick; and

WHEREAS, Jim Forte has been instrumental in making the Corporation a model to which Rhode Islanders can look to, which shows that government can work and can enlist the volunteer services of dedicated citizens; and

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board of the Rhode Island Airport Corporation extends its gratitude and appreciation to Jim Forte for his service to this Corporation, his dedication to public service, and his commitment to the community and State, and wishes him and his family good health and every success in the future. Above all, the Board wants him to know that they will miss his fair and balanced comments at Board Meetings.

The motion was passed unanimously.

(b) Consideration of and Action Upon Election of Board Officers.

Dr. Hittner reported that the recommendation is that Mr. Cianciolo be elected to the position of Vice-Chairman, and Mr. Hahn be elected to the position of Treasurer.

A motion was made by Mr. Larisa and seconded by Mr. Sangster to approve the election of Board officers as recommended by the Board. The motion was passed unanimously.

5. Human Resources Committee Report:

Mr. Sangster reported that an HR meeting was held immediately before the Board Meeting. The HR meeting was predominantly held

in executive session based on the subject matters being discussed. Mr. Sangster reported that there was a sense of unanimity among the Committee Members and staff present regarding the comprehensive collective bargaining strategy and the steps being taken to address the Corporation's economic concerns, including the voluntary layoff program being offered to the non-union personnel.

6. Executive Session:

At approximately 4:35 p.m., a motion was made by Mr. Cianciolo and seconded by Mr. Larisa to go into Executive Session for the purposes of discussing the following items:

(a) Motion to Approve the Minutes of the Executive Session held on June 16, 2010 - R.I.G.L. § 42-46-5(a)(1)(2), (5) and (7); and

(b) Discussion Related to Two Potential Litigation Matters (EIS and Labor) - R.I.G.L. § 42-46-5(a)(2); and

(c) Investment of Public Funds Where Premature Disclosure Would be Detrimental to the Public Interest (Airline Negotiations) - R.I.G.L. § 42-46-5(a)(7); and

(d) Discussion Related to the Acquisition of Real Property for Public Purposes at T. F. Green Airport ¶ R.I.G.L. § 42-46-5(a)(5); and

(e) Working Session Related to Collective Bargaining - R.I.G.L. § 42-46-5(a)(2); and

(f) Motion to Return to Open Session.

By the following roll call vote the motion was passed unanimously.

YEAS: Kathleen C. Hittner, M.D.

Joseph Cianciolo

Robert D. Sangster

Joseph Larisa

NAYS: None

ABSTAIN: None

At approximately 5:42 p.m., a motion was made by Mr. Cianciolo and seconded by Mr. Larisa to reconvene to the Open Session. The motion was passed unanimously.

5. 7. Post Executive Session Actions and Announcements:

(a) Motion to Seal the Minutes of the Executive Session held on July 21, 2010.

A motion was made by Mr. Sangster and seconded by Mr. Cianciolo

to seal the minutes of the Executive Session in accordance with R.I.G.L. § 42-46-4. By the following roll call vote the motion was passed unanimously:

YEAS: Kathleen C. Hittner, M.D.

Joseph Cianciolo

Robert Sangster

Joseph Larisa

NAYS: None

ABSTAIN: None

(b) Report on Actions Taken In Executive Session:

During the Executive Session the Board approved the sealed minutes of the Executive Session held on June 16, 2010. The vote was unanimous.

8. Future Meetings:

The next meeting is scheduled for Wednesday, August 18, 2010, at 4:00 p.m., in the Mary Brennan Board Room at T. F. Green Airport, 2000 Post Road, Warwick, Rhode Island.

9. Adjournment:

Mr. Sangster moved to adjourn at 5:44 p.m. Mr. Cianciolo seconded the motion. The motion was passed unanimously.

Respectfully submitted,

**Kathleen C. Hittner, M.D., Chair
Rhode Island Airport Corporation**

**PUBLIC ATTENDANCE SHEET
RHODE ISLAND AIRPORT CORPORATION
BOARD OF DIRECTORS MEETING
JULY 21, 2010**

NAME	AFFILIATION
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Brian Schattle	RIAC
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Peter Frazier	RIAC
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Bruce Wilde	RIAC
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Val Mendonca

RIAC

Richard Langseth

Greenwich Bay Watershed

Woody Creswell

The Paradies Shops

The minutes of the Executive Session of the Board Meeting of July 21, 2010, have been sealed in accordance with R.I.G.L. § 42-46-4.